

Exhibit 2

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES AND EXCHANGE
COMMISSION

Applicant,

– against –

SHAWN CARTER,

Respondent

Case No. 18-mc-182-PGG

[PROPOSED] ORDER TO APPEAR FOR TESTIMONY

The Securities and Exchange Commission (“Commission”) has applied for an order directing Respondent Shawn Carter to show cause why he should not be ordered to appear for testimony as called for by the Commission’s investigative subpoena issued to him on February 23, 2018 (the “Carter Subpoena”).

The Court has considered the application filed by the Commission and the opposition filed by Respondent and finds that the Carter Subpoena is enforceable.

Accordingly,

IT IS HEREBY ORDERED that Respondent shall appear for testimony before the Commission as follows:

Location: _____

Date: _____

Time: _____

The testimony of Respondent shall continue for ____ hours until completed. The Commission staff may consent in writing to another location, date, or time.

SO ORDERED.

Dated: _____, 2018
New York, New York

UNITED STATES DISTRICT JUDGE